

NOTICE TO SHAREHOLDERS

For the attention of the shareholders of HCL Infosystems Limited ("Company")

On August 29, 2009, the Company dispatched a notice to its shareholders to convene an Extra-Ordinary General Meeting of the members of the Company on 23rd day of September, 2009 for obtaining the approval of the shareholders for certain items set forth in the notice ("**such notice**" or "**EGM Notice**"). The explanatory statement was annexed to the EGM Notice.

By this public notice, we would like to bring to the attention of the shareholders that the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "**ICDR Regulations**") were publicly released on September 3, 2009 (replacing the then existing SEBI (Disclosure and Investor Protection) Guidelines, 2000 ("**DIP Guidelines**") with effect from August 26, 2009). Consequently, notice is hereby given that all references to provisions of the DIP Guidelines in the EGM Notice and the explanatory statement annexed to such notice will be read as a reference to the corresponding provisions of the ICDR Regulations. The terms and conditions of the securities to be issued by the Company as detailed in the EGM Notice and the explanatory statement attached to such notice remain unchanged.

The shareholders may address their queries, if any, to:

Sushil Kumar Jain, Company Secretary
HCL Infosystems Limited
E – 4, 5, 6, Sector – XI,
NOIDA (U.P.) – 201 301.
Tel. No.: 0120-4203107,
Fax: 0120-2525196
Email: cosec@hcl.in

Place: Noida

Date: September 11, 2009